



**NILA
INFRASTRUCTURES
LIMITED**

Nila/Cs/2019/285
Date: September 28, 2019

To,
The Department of Corporate Services
BSE Limited
PhirozeeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 530377

Scrip Symbol: NILAINFRA

Dear Sir,

Sub: Voting Results & Consolidated Scrutinizer Report of the 29th Annual General Meeting

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

The 29th Annual General Meeting of the Company was held on Friday, September 27, 2019 at 10:00 a.m. at the Registered Office of the Company situated at First Floor, "Sambhaav House", Opp. Chief Justice's Bungalows, Bodakdev, Ahmedabad - 380 015 to transact the business as set out in the Notice of the said meeting dated May 20, 2019.

In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM in terms of Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Annexure I
2. Report of the Scrutinizer dated September 28, 2019, pursuant to Section 108 of the Companies Act, 2013 - Annexure II

The Voting Results along with the Scrutinizer's Report dated September 28, 2019 is made available on the Company's website at www.nilainfra.com.

Kindly take the same on your record.

Thanking You,
Yours Faithfully,
For, Nila Infrastructures Limited

Dipen Y Parikh
Company Secretary
Membership Number: A24031



Encl: a/a

Registered Office:

1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
Bodakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371
e-mail: info@nilainfra.com

Annexure I

The details of the Voting and resolutions passed at the 29th AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details of AGM
Date of the AGM	September 27, 2019*
Total number of shareholders on cut-off date	32208
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	September 20, 2019
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	2 61
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	Not Provided



Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Accounts (Standalone and Consolidated) for the year ended on March 31, 2019				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		243825187	243825187	100.0000	243825187	0	100.0000
Public- Institutions	E-Voting		7194171	21.2602	7194171	0	100.0000	0.0000
	Poll	33838626	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		33838626	7194171	21.2602	7194171	0	100.0000
Public- Non Institutions	E-Voting		17942523	15.4377	17942523	0	100.0000	0.0000
	Poll	116225387	45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		116225387	17987917	15.4768	17987917	0	100.0000
Total	Total	393889200	269007275	68.2952	269007275	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To appoint a Director in place of Mr. Kiran B. Vadodaria (DIN: 00092067), who retires by rotation and being eligible, offers himself for reappointment.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		243825187	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	33838626	7194171	21.2602	7194171	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		33838626	7194171	21.2602	7194171	0	100.0000
Public- Non Institutions	E-Voting	116225387	17942523	15.4377	17942523	0	100.0000	0.0000
	Poll		45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		116225387	17987917	15.4768	17987917	0	100.0000
Total	Total	393889200	25182088	6.3932	25182088	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of Cost Auditor of the company M/s. Dalwadi & Associates.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		243825187	243825187	100.0000	243825187	0	100.0000
Public-Institutions	E-Voting	33838626	7194171	21.2602	7194171	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		33838626	7194171	21.2602	7194171	0	100.0000
Public- Non Institutions	E-Voting	116225387	17940523	15.4360	17940123	400	99.9978	0.0022
	Poll		45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		116225387	17985917	15.4750	17985517	400	99.9978
Total	Total	393889200	269005275	68.2947	269004875	400	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Shyamal S. Joshi (DIN: 00005766), as an Independent Director of the Company for further period of 5 (Five) years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		243825187	100.0000	243825187	0	100.0000	0.0000
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	243825187	100.0000	243825187	0	100.0000	0.0000
Public-Institutions	E-Voting		7194171	21.2602	7194171	0	100.0000	0.0000
	Poll	33838626	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33838626	7194171	21.2602	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		17942523	15.4377	17942523	0	100.0000	0.0000
	Poll	116225387	45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	116225387	17987917	15.4768	17987917	0	100.0000	0.0000
Total	Total	393889200	269007275	68.2952	269007275	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve remuneration of Mr. Kiran B. Vadodaria (DIN: 00092067), Non-Executive Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		7194171	21.2602	7194171	0	100.0000	0.0000
	Poll	33838626	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33838626	7194171	21.2602	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		17942523	15.4377	17942463	60	99.9997	0.0003
	Poll	116225387	45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	116225387	17987917	15.4768	17987857	60	99.9997	0.0003
Total	Total	393889200	25182088	6.3932	25182028	60	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Loan, Guarantee, Security etc. under Section 185 of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	243825187	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243825187	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		7194171	21.2602	7194171	0	100.0000	0.0000
	Poll	33838626	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	33838626	7194171	21.2602	7194171	0	100.0000	0.0000
Public- Non Institutions	E-Voting		17942523	15.4377	17942523	0	100.0000	0.0000
	Poll	116225387	45394	0.0391	45394	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	116225387	17987917	15.4768	17987917	0	100.0000	0.0000
Total	Total	393889200	25182088	6.3932	25182088	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	





UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
 Telefax : (O) +91 79 30024153/ 30070889-90 • Mobile +91 98250 35998
 E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
 The Chairman,
Nila Infrastructures Limited
 1st Floor "Sambhaav House",
 Opp. Chief Justice's Bungalow,
 Bodakdev,
 Ahmedabad-380015,

Re: 29th Annual General Meeting (AGM) of Nila Infrastructures Limited held on Friday, the 27th September, 2019 at 10:00 A.M. at "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015.

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the 29th Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 29th AGM of the Members of " Nila Infrastructures Limited" (the Company) held on Friday, the 27th September, 2019 at 10:00 a.m. at "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services (India) Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

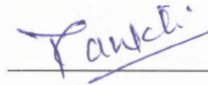
- i. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



- iii. The shareholders of the Company holding shares as on the "cut-off" date 20th September, 2019, were entitled to vote on the proposed resolutions as set out in item no. 1 to 6 in the Notice of the 29th Annual General Meeting of Nila Infrastructures Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 24th September, 2019 and ended on 5.00 P.M. on Thursday, the 26th September, 2019. The Remote E-voting facility was blocked thereafter.
- v. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes casted through Remote E-voting were unblocked by me in the presence of two witnesses, namely, Mrs. Prity Jain and Ms. Pankti Thakkar who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Mrs. Prity Jain



Ms. Pankti Thakkar

- vi. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- vii. The result of the Remote e-voting as well as Polling at the AGM is as under:

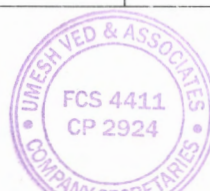
- (1) **ORDINARY RESOLUTION** for Adoption of the Standalone and Consolidated Audited Financial Statement for the Financial Year ended on 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	70	268961881	100.00%
Poll	13	45394	100.00%
Total	83	269007275	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



- (2) **ORDINARY RESOLUTION** for Re-appointment of Mr. Kiran B. Vadodaria (DIN: 00092067) as a Director of the Company, who retires by rotation and offers himself for re-appointment.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	59	25136694	100.00%
Poll	13	45394	100.00%
Total	72	25182088	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

SPECIAL BUSINESSES:

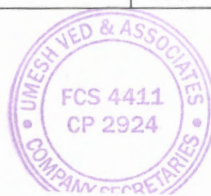
- (3) **ORDINARY RESOLUTION** for ratifying the remuneration of cost auditor of the Company M/S Dalwadi & Associates

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	67	268959481	99.99%
Poll	13	45394	100.00%
Total	80	269004875	99.99%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	2	400	0.01%
Poll	0	0	0.00%
Total	2	400	0.01%



- (4) **SPECIAL RESOLUTION** for Re-Appointment of Mr. Shyamal S. Joshi (DIN: 00005766), as an Independent Director of the Company for the further period of 5 years.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	70	268961881	100.00%
Poll	13	45394	100.00%
Total	83	269007275	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

- (5) **SPECIAL RESOLUTION** for approving of remuneration of Mr. Kiran B. Vadodaria (DIN: 00092067), Non- Executive Director of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	58	25136634	99.99%
Poll	13	45394	100.00%
Total	71	25182028	99.99%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	1	60	0.01%
Poll	0	0	0.00%
Total	1	60	0.01%



Continuation Sheet**Umesh Ved & Associates**

- (6) **SPECIAL RESOLUTION** for Approval of Loan, Guarantee, Security etc., under section 185 of the companies act,2013

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	59	25136694	100.00%
Poll	13	45394	100.00%
Total	72	25182088	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

- viii. 4 polling papers were found Invalid and no polling paper found abstained from Voting.
- ix. 50 (Fifty) Equity Shareholders attended the meeting but did not exercise the poll voting at the venue of the meeting.
- x. 11 shareholders holding 24,38,25,187 equity Shares who opted for e-voting found abstained from voting of resolution 2,5 & 6 and 1 shareholders holding 2,000 equity Shares who opted for e-voting found abstained from voting of resolution 3.
- xi. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- xii. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh H. Ved
Umesh Ved

Umesh Ved & Associates

FCS No: 4411

CP No: 2924

Date: 28.09.2019

Place: Ahmedabad

M

Manoj B. Vadodaria

Chairman and Managing Director

(DIN: 00092053)

